

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF VIRGINIA**  
Alexandria Division

In re:

**ABRAMS LEARNING AND  
INFORMATION SYSTEMS, INC.,**

Debtor.

\*  
\*  
\*  
\*  
\*  
\*

**Case No. 19-10725-KHK**  
Chapter 11

**ORDER AUTHORIZING DEBTOR  
TO ASSUME EXECUTORY CONTRACTS AND PAY CURE AMOUNTS**

Upon the motion (the “**Motion**”) of Abrams Learning and Information Systems, Inc., the debtor-in-possession in the above-captioned case (the “**Debtor**”), seeking entry of an order authorizing the Debtor to assume its executory contracts with AMTIS, Inc.; Chadwick Clark; Champion Networks, LLC; Crandall Consulting; Erin Osburn; Joanna Williams; Kimberly Blackenship; Kristy Snyder; Leon Rios/ Rios Advantage; Marcus Griffin; Monique Smith; Nancy Beaulieu; Robert J. Davis; TiER1 Performance Solutions; Timothy Griffin; and Valiant Integrated Services (the “**Contract-Counterparties**”); the Court having found that it has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); the Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; the Court having found that the relief requested in the Motion is in the best interests of the Debtor, its creditors, and other parties in interest; the Debtor having provided

---

**LAUREN FRIEND MCKELVEY (VSB No. 78813)**  
**BRADLEY D. JONES (VSB No. 85095)**  
**ODIN FELDMAN & PITTLEMAN PC**  
1775 Wiehle Avenue, Suite 400  
Reston, Virginia 20190  
Phone: 703-218-2100  
Fax: 703-218-2160  
Email: [Lauren.McKelvey@ofplaw.com](mailto:Lauren.McKelvey@ofplaw.com)  
[Brad.Jones@ofplaw.com](mailto:Brad.Jones@ofplaw.com)

*Counsel for Debtor and Debtor in Possession*

appropriate notice of the Motion and the opportunity for a hearing on the Motion under the circumstances; and the Court having reviewed the Motion and having heard the statements in support of the relief requested therein; and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefor, it is **HEREBY ORDERED THAT:**

1. Pursuant to sections 365(a) and (b) of the Bankruptcy Code, the relief requested in the Motion is granted.

2. The Debtor is authorized to assume its executory contracts with the Contract-Counterparties.

3. The Debtor is authorized to pay all amounts due (including pre-petition amounts) under such executory contracts in the ordinary course of business and pursuant to the terms of its executory contracts with the Contract-Counterparties.

4. The Debtor is authorized to enter into agreements with Champion Networks, LLC and Leon Rios/ Rios Advantage as to the timing and payment of their pre-petition arrearages in excess of their regular, monthly payment due April 1, 2019, which agreement shall be subject to further approval by the Court.

5. The banks and financial institutions on which checks were drawn or electronic payment requests made in payment of the prepetition obligations approved herein are authorized to receive, process, honor, and pay all such checks and electronic payment requests when presented for payment, and all such banks and financial institutions are authorized to rely on the Debtor's designation of any particular check or electronic payment request as approved by this Order.

6. The Debtor is authorized to issue replacement postpetition checks, to effect postpetition fund transfer requests, and to pay any administrative fees and expenses on account of any checks or fund transfer requests that are dishonored as a consequence of this chapter 11 case with respect to prepetition amounts owed in connection with each claim of the Contract-Counterparties.

7. The requirements set forth in Bankruptcy Rule 6003 are satisfied.

8. Notice of the Motion satisfies the requirements of Bankruptcy Rule 6006(c) and the Local Bankruptcy Rules.

9. Notwithstanding Bankruptcy Rule 6004(d), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. Pursuant to Rule 6004(e), the Debtor is authorized to bring the Motion as an omnibus motion.

11. The Debtor is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Motion.

12. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: Mar 25 2019  
Alexandria, VA

/s/ Klinette Kindred  
Klinette H. Kindred  
United States Bankruptcy Judge

Entered on docket: March 25, 2019

**WE ASK FOR THIS:**

/s/ Lauren Friend McKelvey  
**LAUREN FRIEND MCKELVEY (VSB No. 78813)**  
**BRADLEY D. JONES (VSB No. 85095)**  
**ODIN FELDMAN & PITTLEMAN PC**  
**1775 Wiehle Avenue, Suite 400**  
**Reston, Virginia 20190**  
**Phone: 703-218-2100**  
**Fax: 703-218-2160**  
**Email: [Lauren.McKelvey@ofplaw.com](mailto:Lauren.McKelvey@ofplaw.com)**  
**[Brad.Jones@ofplaw.com](mailto:Brad.Jones@ofplaw.com)**

**SEEN AND NO OBJECTION**

/s/ Joseph A. Guzinski  
**Joseph A. Guzinski, Esquire**  
**Office of the U. S. Trustee**  
**1725 Duke Street**  
**Alexandria, Virginia 22314**

**PARTIES TO RECEIVE COPIES:**

Counsel for Debtor – to be served electronically  
Counsel for the US Trustee – to be served electronically

#4223851v1 088398/000002